

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK (MANHATTAN)**

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	:	
In re	:	Chapter 11
	:	
TROIKA MEDIA GROUP, INC., <i>et al.</i>,	:	Case No. 23-11969 (DSJ)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
.....	X	

SCHEDULE OF ASSETS AND LIABILITIES FOR
TROIKA MEDIA GROUP, INC. (CASE NO. 23-11969)

1 The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal taxpayer identification number are as follows: Troika Media Group, Inc. (1552), Troika IO, Inc. (4013), Troika Mission Worldwide, Inc. (3406), Troika Design Group, Inc. (4560), Troika Production Group, LLC (3392), Troika Services, Inc. (6042), Troika-Mission Holdings, Inc. (8417), MissionCulture LLC (1903), Mission Media USA, Inc. (1312), CD Acquisition Corp. (5486), Converge Direct, LLC (0788), Converge Direct Interactive, LLC (8110), and Lacuna Ventures, LLC (2168). The Debtors' corporate headquarters are located at 25 West 39th Street, 6th Floor, New York, NY 10018.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
Troika Media Group, Inc., et al.,¹ : Case No. 23-11969 (DSJ)
Debtors. : (Jointly Administered)
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**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY,
AND DISCLAIMER REGARDING THE DEBTORS' SCHEDULES OF
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

The above-captioned debtors and debtors in possession (each, a “Debtor,” and collectively, the “Debtors”) are filing their respective Schedules of Assets and Liabilities (collectively, the “Schedules”) and Statements of Financial Affairs (collectively, the “Statements,” and together with the Schedules, collectively, the “Schedules and Statements”) in the United States Bankruptcy Court for the Southern District of New York (the “Court”). The Debtors, with the assistance of their professional advisors, prepared the Schedules and Statements in accordance with section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

These Global Notes and Statement of Limitations, Methodology, and Disclaimer regarding the Schedules and Statements (collectively, the “Global Notes”) pertain to, are incorporated by reference in, and compose an integral part of, all of the Schedules and Statements. These Global Notes should be referred to as part of, and reviewed in connection with, the Schedules and Statements.²

The Schedules and Statements have been prepared based on information provided by the Debtors and their professional advisors, and are unaudited and subject to potential adjustment. In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that were available at the time of preparation. Relying on all accessible and

¹ The Debtors in these chapter 11 cases and the last four (4) digits of each Debtor’s federal taxpayer identification number are as follows: Troika Media Group, Inc. (1552), Troika Mission Worldwide, Inc. (3406), Troika Services, Inc. (6042), Troika Design Group, Inc. (4560), Troika Production Group, LLC (3392), Troika-Mission Holdings, Inc. (8417), MissionCulture LLC (1903), Mission Media USA, Inc. (1312), Troika IO, Inc. (4013), CD Acquisition Corp. (5486), Converge Direct, LLC (0788), Converge Direct Interactive, LLC (8110), and Lacuna Ventures, LLC (2168). The Debtors’ executive headquarters are located at 25 West 39th Street, 6th Floor, New York, NY 10018.

² These Global Notes are in addition to any specific notes that may be contained in each of the Schedules or Statements. The fact that the Debtors have prepared a general note herein with respect to any of the Schedules and Statements and not to others should not be interpreted as a decision by the Debtors to exclude the applicability of such general note to the Debtors’ remaining Schedules and Statements, as appropriate.

available data, the Debtors have used commercially reasonable efforts to ensure the accuracy and completeness of such information and data; however, subsequent information, data, or discovery may result in material changes to the Schedules and Statements and inadvertent errors, omissions, or inaccuracies may exist. The Debtors and their estates reserve all rights to amend or supplement the Schedules and Statements as may be necessary and appropriate.

Reservation of Rights. Nothing contained in the Schedules and Statements or these Global Notes shall constitute a waiver of any rights of the Debtors and their estates or an admission with respect to the Debtors' chapter 11 cases, including, but not limited to, any issues involving objections to claims, setoff or recoupment, equitable subordination or recharacterization of debt, defenses, characterization or re-characterization of contracts, leases and claims, assumption or rejection of contracts and leases and/or causes of action arising under the Bankruptcy Code or any other applicable laws.

Description of the Cases and "As of" Information Date. On December 7, 2023 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief with the Court under chapter 11 of the Bankruptcy Code. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors are continuing to manage their financial affairs as debtors in possession. Unless otherwise indicated herein or in the Schedules and Statements, all financial information for the Debtors in the Schedules and Statements and these Global Notes is provided as of November 30, 2023 (the "Reporting Date").

Basis of Presentation. The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP"), nor are they intended to fully reconcile to any financial statements prepared by the Debtors.

Recharacterization. Notwithstanding the Debtors' commercially reasonable efforts to properly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may nevertheless seek to recharacterize, reclassify, recategorize, redesignate, add, or delete items included in the Schedules and Statements, and the Debtors and their estates reserve all rights in this regard.

Accounts Payable and Disbursement Systems. The Debtors maintain a cash management system (the "Cash Management System") to collect and disburse funds in the ordinary course. A more complete description of the Cash Management System is set forth in the *Debtors' Motion for Interim and Final Orders (I) Authorizing and Approving Continued Use of (A) Cash Management System and Prepetition Bank Accounts, and (B) Intercompany Transactions; (II) Modifying Debtors' Obligations under Certain U.S. Trustee Operating Guidelines Relating to Bank Accounts and Prepetition Business Forms; (III) Authorizing the Debtors to Open and Close Bank Accounts; and (IV) Granting Related Relief* [Docket No. 6] filed on the Petition Date.

Insiders. For purposes of the Schedules and Statements, the Debtors define "insiders" pursuant to section 101(31) of the Bankruptcy Code as: (a) current or former directors, officers or persons in control of the Debtors; (b) relatives of current or former directors, officers, or persons in control of the Debtors; (c) a partnership in which the Debtors is a general partner; or (d) an affiliate of the Debtors. Except as otherwise disclosed herein or in the Statements, payments to insiders listed in

(a) through (d) above are set forth on Statement 4. Persons listed as “insiders” have been included for informational purposes only, and such listing is not intended to be, nor should it be construed as, a legal characterization of such person as an insider, nor does it serve as an admission of any fact, claim, right, or defense, and all such claims, rights, and defenses with respect thereto are hereby expressly reserved. Further, the Debtors and their estates do not take any position with respect to: (a) any such person’s influence over the control of the Debtors; (b) the management responsibilities or functions of any such individual; (c) the decision-making or corporate authority of any such individual; or (d) whether any such individual could successfully argue that he or she is not an “insider” under applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.

To the extent any of the directors of the Debtors’ boards of directors have resigned from their board seats following the Petition Date, such directors have not been listed in the Schedules and Statements.

Summary of Significant Reporting Policies. The following is a summary of certain significant reporting policies:

a. **Confidential Information.** There may be instances in the Schedules and Statements where the Debtors deemed it necessary and appropriate to redact from the public record information such as names, addresses, or amounts. Generally, the Debtors have used this approach because of a confidentiality agreement between the Debtors and a third party, for the protection of sensitive commercial information, to ensure compliance with applicable privacy protection regulations or for the privacy of an individual.

b. **Master Agreements.** Contracts and leases listed in the Schedules and Statements may be master agreements that cover relationships with some or all of the Debtors. Where relevant, such agreements have been listed in the Schedules and Statements only of the Debtor entity that signed the original umbrella or master agreement. Other Debtors, however, may be liable together with such Debtor on account of such agreements, and the Debtors reserve all rights to amend the Schedules and Statements to reflect changes regarding the liability of the Debtors with respect to such agreements, if appropriate.

c. **Current Market Value – Net Book Value.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate resources for the Debtors to obtain current market valuations for all estate assets. Accordingly, unless otherwise indicated herein or in the Schedules and Statements, the Schedules and Statements reflect the net book values, rather than current market values, of the Debtors’ assets as of the Reporting Date (unless another date is indicated herein or in the Schedules and Statements), and may not reflect the net realizable value.

d. **First Day Orders.** Pursuant to various “first day” orders and any supplements or amendments to such orders entered by the Court (the “First Day Orders”), the Debtors and their estates are authorized to pay certain pre-petition claims, including, without limitation, certain claims relating to employee wages and benefits, claims for taxes and fees, and claims of vendors. Accordingly, certain claims on the Schedules and Statements have been, or may in the future be, satisfied pursuant to the First Day Orders.

e. **Setoffs.** To the extent the Debtors have incurred or effectuated any ordinary course setoffs with third parties (including, without limitation, customers and vendors) prior to the Petition Date, or are subject to the occurrence of, or maintain the right to effectuate, ordinary course setoffs on account of activities occurring prior to the Petition Date, claims of creditors listed may not reflect all such setoffs. The Debtors and their estates reserve all rights with respect to any such setoffs.

f. **Credits and Adjustments.** Claims of creditors are listed in the amounts entered on the Debtors' books and records, and may not reflect all credits, allowances, or other adjustments due from such creditors to the Debtors. The Debtors and their estates reserve all rights with regard to any such credits, allowances and other adjustments, including, without limitation, the right to assert claims, objections, setoffs, and recoupments with respect to the same.

g. **Leases.** In the ordinary course of business, the Debtors may lease certain equipment or non-residential real property from certain third-party lessors for use in the ordinary course of their business. Nothing in the Schedules and Statements is, or shall be construed as, an admission as to the determination of the legal status of any lease (including, without limitation, whether any lease is a true lease or a financing arrangement, and whether such lease is unexpired), and the Debtors and their estates reserve all rights with respect to such issues.

h. **Executory Contracts and Unexpired Leases.** The Debtors have not set forth executory contracts and unexpired leases as assets in the Schedules and Statements, even though these contracts and leases may have some value to the Debtors' estates. Rather, executory contracts and unexpired leases have been set forth solely on Schedule G. The Debtors' rejection of executory contracts and unexpired leases may result in the assertion of rejection damages claims against the Debtors and their estates; however, the Schedules and Statements do not reflect any claims for rejection damages. The Debtors and their estates reserve all rights with respect to the assertion of any such claims.

i. **Unknown or Undetermined Amounts.** Where a description of an amount is left blank or listed as "unknown" or "undetermined," such response is not intended to reflect upon the materiality of such amount.

j. **Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and post-petition periods based on the information available at the time of filing the Schedules and Statements. If additional information becomes available or further research is conducted, the allocation of liabilities between the prepetition and post-petition periods may change. Accordingly, the Debtors and their estates reserve all rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary or appropriate.

k. **Estimates.** The Debtors were required to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and reported revenue and expenses. The Debtors and their estates reserve all rights to amend the reported amounts of assets, liabilities, revenue, and expenses to reflect changes in those estimates and assumptions.

l. **Classifications.** Listing a claim (a) on Schedule D as "secured," (b) on Schedule E/F as "unsecured priority," or "unsecured non-priority," or (c) listing a contract or lease on

Schedule G as “executory” or “unexpired,” does not constitute an admission by the Debtors and their estates of the legal rights of any claimant, or a waiver of the rights of the Debtors and their estates to amend these Schedules and Statements to recharacterize or reclassify any claim or contract.

m. **Claims Description.** The Debtors and their estates reserve all rights to dispute, and to assert any offsets or defenses to, any claim reflected on the applicable Schedule on any grounds, including, without limitation, amount, liability, validity, priority or classification, and to subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.”

n. **Guaranties and Other Secondary Liability Claims.** Guaranties and other secondary liability claims (collectively, the “Guaranties”) with respect to the Debtors’ contracts and leases may not be included on Schedule H. Therefore, the Debtors and their estates reserve all rights to amend the Schedules to the extent additional Guaranties are identified.

NOTES FOR SCHEDULES

Schedule A/B – Assets – Real and Personal Property.

Debtor Troika Media Group, Inc. is the parent of a consolidated tax group that includes the Debtors. Federal tax returns, as well as certain state tax returns, are filed on a consolidated or combined basis. Consequently, the Debtors maintain net operating losses from consolidated or combined tax filings made by Troika Media Group, Inc., and those net operating losses are only listed under Schedule A/B, Part 11, Item 72 for Troika Media Group, Inc. The Debtors reserve all rights to assert that the net operating losses are property of a different Debtor. Additionally, the net operating losses for the year 2023 are reported as an estimate as of December 31, 2022, and are subject to ongoing review and revision.

Despite their commercially reasonable efforts to identify all known assets, the Debtors may not have listed certain causes of action or potential causes of action against third parties as assets in Schedule A/B, Part 11, Items 74 and 75, including, but not limited to, causes of action arising under the Bankruptcy Code or any other applicable laws (including, but not limited to, intellectual property laws). Potential preference actions and/or fraudulent transfer actions were not listed because the Debtors have not completed an analysis of such potential claims. The Debtors and their estates reserve all rights with respect to any claims and causes of action that they may have. The Debtors’ failure to list any cause of action, claim, or right of any nature is not an admission that such cause of action, claim, or right does not exist, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such claims and causes of actions, or in any way waive, prejudice, impair, or otherwise affect the assertion of such claims and causes of action.

Schedule D – Creditors Who Have Claims Secured by Property.

Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Court that is or becomes final, the Debtors and their estates reserve all rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any of the Debtors. Moreover, no current valuation of the Debtors’ assets in which such creditors may have a lien has been

undertaken. Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Court that is or becomes final, the Debtors and their estates reserve all rights to dispute or challenge the secured nature of any such claim or the characterization of the structure of any transaction, document, or instrument related to any such claim. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of any liens. Nothing in these Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.

In certain instances, a Debtor may be a co-obligor with respect to scheduled claims of other Debtors. No claim set forth on the Schedule D of any Debtor is intended to acknowledge claims of creditors that are or may be otherwise satisfied or discharged.

The Debtors have not included on Schedule D all parties that may believe their claims are secured through setoff rights, deposits posted by, or on behalf of, the Debtors, inchoate statutory lien rights, or real property lessors, utility companies and other parties which may hold security deposits.

Certain of the amounts listed for parties on Schedule D may not be reflective of any accrued and unpaid interest, prepayment premiums, and other similar fees or expenses that such parties may be entitled to, and are not reflective of any payments made by the Debtors subsequent to the Petition Date.

Schedule E/F – Creditors Who Have Unsecured Claims.

Part 2. Certain creditors listed on Part 2 of Schedule E/F may owe amounts to the Debtors; accordingly, the Debtors and their estates may have valid setoff and recoupment rights with respect to such amounts. Also, the amounts listed on Part 2 of Schedule E/F reflect known prepetition claims that were estimated as of the Petition Date. The Debtors and their estates reserve all rights to challenge any setoff and recoupment rights that may be asserted against them. The Debtors and their estates reserve all rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be perfected by a creditor listed on Part 2 of Schedule E/F.

The Debtors have used commercially reasonable efforts to include all creditors on Part 2 of Schedule E/F. The amounts listed for liabilities on Schedule E/F may be exclusive of certain contingent and unliquidated amounts.

Third parties should not anticipate that the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules will reflect their ultimate recoveries in these chapter 11 cases. Actual assets and liabilities may deviate from the amounts shown in the Schedules due to various events that occur throughout the duration of these chapter 11 cases.

By final order dated January 2, 2024, the Bankruptcy Court granted the Debtors authority to pay or honor certain prepetition obligations for employee wages, salaries, bonuses and other compensation, reimbursable employee expenses, and employee medical and similar benefits. The Debtors have not listed on Part 2 of Schedule E/F any wage or wage-related obligations for which the Debtors have been granted authority to pay pursuant to a First Day Order or other order that may be entered by the Bankruptcy Court.

Schedule G – Executory Contracts and Unexpired Leases. Although commercially reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, inadvertent errors, omissions, or over-inclusion may have occurred in preparing Schedule G. Omission of a contract, lease or other agreement from Schedule G does not constitute an admission that such omitted contract, lease, or agreement is not an executory contract or unexpired lease. Schedule G may be amended at any time to add any omitted executory contracts, unexpired leases and other agreements to which the Debtors are a party, including, without limitation, to add any that the Debtors did not list on Schedule G at this time. Likewise, the listing of an agreement on Schedule G does not constitute an admission that such agreement is an executory contract or unexpired lease, or that such agreement was in effect or unexpired on the Petition Date or is valid or enforceable. The agreements listed on Schedule G may have expired, or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters and other documents, instruments and agreements that may not be listed on Schedule G.

In the ordinary course of business, the Debtors may have issued numerous purchase orders for supplies, product, and related items which, to the extent that such purchase orders constitute executory contracts, may not be listed individually on Schedule G. The Debtors believe that disclosure of all of their statements of work and purchase and work orders would be impracticable and unduly burdensome. Accordingly, statements of work and purchase and work orders may have been omitted from Schedule G. To the extent that goods were delivered under purchase orders prior to the Petition Date, vendors' claims with respect to such delivered goods are included on Schedule E/F. Any inclusion or omission of statements of work, purchase and work orders, schedules, service orders, or addendums from Schedule G is not an admission by the Debtors that such statements of work, purchase and work orders, schedules, exhibits, service orders, or addendums are or are not executory contracts, whether the foregoing are a part of a larger master agreement or otherwise. The Debtors' rights under Bankruptcy Code of assumption or rejection with respect to any such omitted or included contracts or agreements are not impaired by the omission or inclusion.

Additionally, the Debtors maintain certain insurance programs. The Debtors and their estates reserve all rights in connection with such insurance programs.

All rights, claims, and causes of action of the Debtors and their estates with respect to the agreements listed on Schedule G are hereby reserved and preserved. The Debtors and their estates hereby reserve all rights to: (a) dispute the validity, status, or enforceability of any agreements set forth on Schedule G; (b) dispute or challenge the characterization of the structure of any transaction, document or instrument related to a creditor's claim, including, but not limited to, the agreements listed on Schedule G; and (c) amend or supplement Schedule G, as necessary.

Schedule H – Co-Debtors. The Debtors have listed their prepetition debt as co-Debtor obligations on Schedule H. More information about the Debtors' prepetition debt is contained in the *Declaration of G. Grant Lyon in Support of Debtors' Chapter 11 Petitions and First Day Motions* [Docket No. 11]. The Debtors reserve all rights to amend Schedule H to the extent that guarantees associated with the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other agreements are identified.

The Debtors have not listed any litigation-related co-defendants on Schedule H. Instead, all cross-claims affirmatively asserted by co-defendants, other than cross-claims that may have been “deemed” asserted against the Debtors or asserted solely as a procedural matter, can be found on Schedule E/F.

NOTES FOR STATEMENTS

Statement 3. Statement 3 includes any disbursement or other transfer made by the Debtors within ninety (90) days prior to the Petition Date, except for those made to insiders or in connection with the bankruptcy, which are reflected on Statements 4 and 11, respectively.

Statement 4. Statement 4 has been presented on a gross payment basis. Actual amounts received by the parties listed on Statement 4 may differ based upon withholding and other tax obligations.

Statement 7. The Debtors and their estates reserve all rights, claims, and defenses with respect to all listed lawsuits and administrative proceedings (or potential lawsuits and administrative proceedings). The listing of any such lawsuits and proceedings shall not constitute an admission by the Debtors and their estates of any liabilities.

Statement 11. Payments listed under this question may include transfers and payments that related to the chapter 11 cases made within one year of the Petition Date that would otherwise be included in Question 4 herein.

Statement 26. Debtor Troika Media Group, Inc.’s financial statements include information for each of the other Debtors. Accordingly, the information included in the Statement for Troika Media Group, Inc. is applicable to each of the other Debtors.

Statement 26(c). While the Debtors maintain certain physical records at the Debtors’ facilities, the Debtors only have electronic documentation of corporate minutes and certain other documents from November 2022 forward; the Debtors are still researching whether their records of corporate minutes and certain other documents from prior to November 2022 are complete.

Statement 26(d). Historically, the Debtors have generally not issued financial statements to third parties. The Debtors may on occasion provide consolidated financial statements, which may include financial information, pursuant a request from an outside party.

Additionally, pursuant to the requirements of the Securities Exchange Act of 1934, as amended, at the end of each of its fiscal quarters and years and upon the occurrence of events requiring disclosure on Form 8-K, Debtor Troika Media Group, Inc. prepares and files (or furnishes, as applicable) with the Securities and Exchange Commission (the “SEC”) Quarterly Reports on Form 10-Q, Annual Reports on Form 10-K, and Current Reports on Form 8-K, among other filings made with the SEC from time to time (collectively, the “SEC Filings”). Certain of Troika Media Group, Inc.’s SEC Filings contain consolidated financial statements relating to Troika Media Group, Inc. and its subsidiaries. Additionally, Troika Media Group, Inc. has historically provided the SEC Filings in the investor relations section of its website. Because the SEC Filings are of public record, Troika Media Group, Inc. does not maintain records of the parties who requested or obtained copies of any of the SEC Filings from the SEC, the Debtors, or other sources.

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.

United States Bankruptcy Court for the: Southern District of New York (Manhattan)

Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**
Copy line 88 from Schedule A/B..... \$ 0.00

1b. **Total personal property:**
Copy line 91A from Schedule A/B..... \$ 102,241,434.24
plus undetermined amounts

1c. **Total of all property:**
Copy line 92 from Schedule A/B..... \$ 102,241,434.24
plus undetermined amounts

Part 2: Summary of Liabilities

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)
Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... \$ 71,718,750.00

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**
Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ 0.00

3b. **Total amount of claims of nonpriority amount of unsecured claims:**
Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ 7,693,054.76
plus undetermined amounts

4. **Total liabilities**
Lines 2 + 3a + 3b

\$ 79,411,804.76
plus undetermined amounts

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.

United States Bankruptcy Court for the: Southern District of New York (Manhattan)

Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.

☒ Yes. Fill in the information below

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on Hand

2.1 \$0.00

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. Checking, savings, money market, or financial brokerage accounts

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number
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3.1	JPMorgan Chase & Co.	Checking	3268	\$297,691.73
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All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

4. Other cash equivalents (Identify all)

4.1 \$0.00

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

5. **Total of Part 1.**
Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$297,691.73

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.
☒ Yes. Fill in the information below

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1 _____ \$0.00

Current value of debtor's interest

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1	Ankura Consulting Group, LLC	Consulting Retainer 8/18/2023	\$125,000.00
8.2	Arete Capital Partners, LLC	Retainer: Grant Lyon CEO \$10k, Eric Glover CFO \$25k, Additional Staff \$15k	\$50,000.00
8.3	Atalaya Capital Management	Retainer 5/19/2023 \$250,000.00	\$250,000.00
8.4	B2i Technologies, Inc.	Compliance Annual Web Service from June 3, 2023 to June 2, 2024	\$808.24
8.5	Blue Torch Finance LLC	Agency Fee - 9/21/23 - 12/21/23	\$14,266.31
8.6	Brinks MC	Mastercard - Initial Funding	\$100,000.00
8.7	Brownstein Hyatt Farber Schreck LLP	Retainer 12/28/2022 \$10,000.00	\$10,000.00
8.8	CAC Specialty	Invoice #: INV#1234LEW Extension & Runoff Premium SL tax & Fee	\$1,487.38
8.9	CAC Specialty	Invoice #: INV#1234LEW Extension & Runoff Premium SL tax & Fee	\$2,925.23
8.10	CAC Specialty	Invoice #: INV#1234LEW Extension & Runoff Premium SL tax & Fee	\$6,480.25
8.11	CAC Specialty	Invoice #: INV#1234LEW Extension & Runoff Premium SL tax & Fee: 3.75%	\$20,125.26
8.12	CAC Specialty	Invoice #: INV#1234LEW Excess D&O Side A DIC - 1st xs \$2.5M x \$5M/Extension & Runoff Premium/ANV - Policy # ANV159997A - Endorsement 7	\$39,663.47
8.13	CAC Specialty	Invoice #: INV#1234LEW Excess D&O Side A DIC - 2nd xs \$2.5M x \$7.5M/ Extension & Runoff Premium/Star Point - Policy # SP0000640-00	\$78,006.03

Debtor Troika Media Group, Inc.		Case number (if known) 23-11969
Name		
		Current value of debtor's interest
8.	Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent	
	Description, including name of holder of prepayment	
8.14	CAC Specialty	Invoice #: INV#1234LEW Excess D&O Side A DIC - 4th xs \$2.5M x \$12.5M/ Extension & Runoff Premium/Orion - Policy # 01-396-30-31 \$170,231.61
8.15	CAC Specialty	Invoice #: INV#1234LEW Excess D&O Side A DIC - 1st xs \$2.5M x \$5M/Extension & Runoff Premium/ANV - Policy # ANV159997A - Endorsement 6 \$172,806.54
8.16	CAC Specialty	Invoice #: INV#1234LEW Excess D&O Side A DIC - 3rd xs \$2.5M x \$10M/Extension & Runoff Premium/Berkshire - Policy # 47-EPC-330319-01 \$200,272.48
8.17	CAC Specialty	Invoice #: INV#1234LEW D&O/EPL/FID - Primary \$5M/ Extension & Runoff Premium/Orion - Policy # OII-032-ML-1-2022-0 \$536,673.75
8.18	Faegre Drinker Biddle & Reath LLP	Troika Media Group restructuring - Retainer for legal services \$50,000.00
8.19	Golden Cypress	Server hosting and maintenance – December 2023 \$315.00
8.20	Kore Insurance	Invoice #: 18719 Renewal for Automobile BA- 8S045920-23-I5 \$199.08
8.21	Kore Insurance	Invoice #: 18721 Renewal for Umbrella (\$5M) CUP-2W598311-23-I5 \$810.81
8.22	Kore Insurance	Invoice #: 18720 Renewal for Pkg (GL / Property) ZPP71N57677-23-I5 \$4,688.54
8.23	Kore Insurance	Invoice #: 21432 Crime Policy 9/27/23 - 9/26/24 \$15,524.52
8.24	Kore Insurance	Invoice #: 21285 Errors & Omissions/Cyber Liability/Media Liability 9/27/23 - 9/26/24 \$132,252.91
8.25	Kroll Restructuring Administration LLC	Initial Advance \$40,000.00
8.26	Mike Carrano	Invoice #: August 2023 exp Michael S Carrano - John Hancock Life Insurance Policy: 8/19/23 - 8/18/24 \$7,936.95
8.27	Mintz, Levin, Cohn, Ferris, Glovsky & PC	MLCFG Retainer 5/17/2022 \$10,000.00 \$10,000.00
8.28	Salesforce, Inc.	Premeir Success Plan & Sender Authentication Package 2/17/23 - 1/31/24 \$276.04
8.29	Screaming Frog	Screaming Frog Ltd Invoice #SFQ23-0045541 - SEO Spider License 1 year \$123.13
8.30	The Citrin Cooperman Co. LLP	Retainer for future services \$20,000.00
8.31	Willkie Farr & Gallagher LLP	Retainer for Restructuring Charges \$150,000.00
8.32	Willkie Farr & Gallagher LLP	Retainer for Legal charges \$350,000.00
8.33	Workiva Inc.	Contract ID: CON-0056514 INV-181552: XBRL Complete K Roll Forward For the Quarter Ending: 12/31/2023 \$2,965.22
8.34	Workiva Inc.	Contract ID: CON-0056514 INV-181552: XBRL Complete Q Roll Forward For the Quarter Ending: 3/31/2024 \$4,400.00
8.35	Workiva Inc.	Contract ID-CON-0047616 - Year 2 bill: INV- 179538 \$29,401.96

\$2,597,640.71

10. Does the debtor have any accounts receivable?

- Current value of debtor's interest**

\$0.00

13. Does the debtor own any investments?

- Valuation method used for current value

Current value of debtor's interest

14.1	\$0.00
------	--------

Valuation method used for current value

Current value of debtor's interest

15.1	\$0.00
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Debtor **Troika Media Group, Inc.** Case number (if known) **23-11969**
Name

Valuation method used for current value	Current value of debtor's interest
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16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**
Describe:

16.1 _____ \$0.00

17. **Total of Part 4.**
Add lines 14 through 16. Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture asset

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes. Fill in the information below

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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19. **Raw materials**

19.1 _____ \$0.00

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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20. **Work in progress**

20.1 _____ \$0.00

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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21. **Finished goods, including goods held for resale**

21.1 _____ \$0.00

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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22. **Other inventory or supplies**

22.1 _____ \$0.00

23. **Total of Part 5.**
Add lines 19 through 22. Copy the total to line 84.

\$0.00

24. **Is any of the property listed in Part 5 perishable?**

- ☐ No.
☐ Yes.

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☐ No.
☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☐ No.
☐ Yes.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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28. **Crops-either planted or harvested**

28.1 _____ \$0.00

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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29. **Farm animals** *Examples: Livestock, poultry, farm-raised fish*

29.1 _____ \$0.00

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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30. Farm machinery and equipment (Other than titled motor vehicles)

30.1 _____ \$0.00

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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31. Farm and fishing supplies, chemicals, and feed

31.1 _____ \$0.00

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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32. Other farming and fishing-related property not already listed in Part 6

32.1 _____ \$0.00

33. **Total of Part 6.**
Add lines 28 through 32. Copy the total to line 85.

\$0.00

34. **Is the debtor a member of an agricultural cooperative?**

- ☐ No.
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No.
- ☐ Yes.

35. **Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- ☐ No.
- ☐ Yes. Book value _____ Valuation method _____ Current Value _____

36. **Is a depreciation schedule available for any of the property listed in Part 6?**

- ☐ No.
- ☐ Yes.

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No.
☐ Yes.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes. Fill in the information below

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture			
39.1				\$0.00

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
40.	Office fixtures			
40.1	Furniture and Fixtures	\$64,638.00	Net Book Value/Straight Line	\$25,886.29
40.2	Lease Improvements	\$5,826.97	Net Book Value/Straight Line	\$4,614.22

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
41.	Office equipment, including all computer equipment and communication systems equipment and software			
41.1	Computer Equipment	\$37,803.84	Net Book Value/Straight Line	\$20,692.15

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
42.	Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1				\$0.00

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

43. **Total of Part 7.**
Add lines 39 through 42. Copy the total to line 86

\$51,192.66

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

☐ No.
☒ Yes.

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

☒ No.
☐ Yes.

Part 8: Machinery, equipment, and vehicles

46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

☒ No. Go to Part 9.
☐ Yes. Fill in the information below

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1				\$0.00

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
48.	Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
48.1				\$0.00

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
49.	Aircraft and accessories			
49.1				\$0.00

Debtor **Troika Media Group, Inc.** Case number (if known) **23-11969**
Name

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
50.	Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
50.1				\$0.00

51. **Total of Part 8.**
Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

- ☐ No.
☐ Yes.

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- ☐ No.
☐ Yes.

Part 9: Real property

54. **Does the debtor own or lease any real property?**

- ☒ No. Go to Part 10.
☐ Yes. Fill in the information below

	Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.	Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest				
55.1					\$0.00

56. **Total of Part 9.**
Add the current value on lines 55.1 through 55.0 and entries from any additional sheets.
Copy the total to line 88

\$0.00

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☐ No.
☐ Yes.

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☐ No.
☐ Yes.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.
☒ Yes. Fill in the information below

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60.	Patents, copyrights, trademarks, and trade secrets			
60.1	Trade name	\$7,100,000.00	Net Book Value/Straight Line	\$5,896,944.44

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
61.	Internet domain names and websites			
61.1				\$0.00

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
62.	Licenses, franchises, and royalties			
62.1	Proprietary Business Intelligence Technology	\$10,400,000.00	Net Book Value/Straight Line	\$6,875,555.56

Debtor Troika Media Group, Inc. Case number (if known) 23-11969

Name

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
63.	Customer lists, mailing lists, or other compilations			
63.1	Customer Relationships	\$18,800,737.98	Net Book Value/Straight Line	\$18,800,737.98

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
64.	Other intangibles, or intellectual property			
64.1				\$0.00

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
65.	Goodwill			
65.1	Goodwill	\$21,614,359.16	Net Book Value/Straight Line	\$21,614,359.16

66. **Total of Part 10.**
Add lines 60 through 65. Copy the total to line 89.

\$53,187,597.14

67. **Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107?)

☒ No.

☐ Yes.

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

☐ No.

☒ Yes.

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**

☒ No.

☐ Yes.

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

Current value of debtor's
interest

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

75.1 _____ \$0.00

Current value of debtor's
interest

76. **Trusts, equitable or future interests in property**

76.1 _____ \$0.00

Current value of debtor's
interest

77. **Other property of any kind not already listed Examples:** Season tickets, country club membership

77.1 _____ \$0.00

78. **Total of Part 11.**
Add lines 71 through 77. Copy the total to line 90.

\$46,107,312.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

☒ No.

☐ Yes.

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$297,691.73</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$2,597,640.71</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$51,192.66</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$53,187,597.14</u>	
90. All other assets. <i>Copy line 78, Part 11.</i> +	<u>\$46,107,312.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$102,241,434.24</u>	+91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$102,241,434.24</u>

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.
United States Bankruptcy Court for the: Southern District of New York (Manhattan)
Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
☒ Yes. Fill in all of the information below

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

			<i>Column A</i> Amount of claim Do not deduct the value of collateral.	<i>Column B</i> Value of collateral that supports this claim
2.1	Secured creditor name and mailing address Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022 150 E 58th St 39th Fl New York NY 10155 Secured creditor's email address bluetorchagency@alterdomus.com Date debt was incurred 3/21/2022 Last 4 digits of account number Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority. 	Describe debtor's property that is subject to a lien Describe the lien Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes <i>Fill out Schedule H: Codebtors (Official Form 206H)</i> As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$71,718,750.00	Substantially all assets

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$71,718,750.00

Debtor **Troika Media Group, Inc.**

Case number (if known) **23-11969**

Name

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did
you enter the related creditor?

Last 4 digits of
account number for
this entity

Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
c/o King & Spalding LLP
Attn: Roger G. Schwartz, Michael Handler
Robert Nussbaum
1185 Avenue of the Americas, 34th FL
New York NY 10036

Line 2.1

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.

United States Bankruptcy Court for the: Southern District of New York (Manhattan)

Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.

☐ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
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Debtor Troika Media Group, Inc. Case number (if known) 23-11969

Name

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		As of the petition filing date, the claim is: Check all that apply	Amount of claim
3.1	Nonpriority creditor's name and mailing address Atribute Corp. 80 Richards Street Suite 205 Brooklyn NY 11231 Date(s) debt was incurred Last 4 digits of account number	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,700.00</u>
3.2	Nonpriority creditor's name and mailing address B. Riley Securities, Inc. 11100 Santa Monica Blvd Suite 800 Los Angeles CA 90025 Date(s) debt was incurred Last 4 digits of account number	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$65,850.00</u>
3.3	Nonpriority creditor's name and mailing address Be Clean New York-BCNY 9 East 38th St, 6th floor New York NY 10016 Date(s) debt was incurred Last 4 digits of account number	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$6,157.98</u>
3.4	Nonpriority creditor's name and mailing address Canon Financial Services, Inc 14904 Collections Center Drive Chicago IL 60693 Date(s) debt was incurred Last 4 digits of account number	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$5,312.79</u>
3.5	Nonpriority creditor's name and mailing address Colony Bancorp of Malibu 6161 Santa Monica Blvd Suite #200 Hollywood CA 90038 Date(s) debt was incurred Last 4 digits of account number	<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Lease</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$150,066.00</u>

Debtor	Troika Media Group, Inc.	Case number (if known) 23-11969
	Name	

		Amount of claim
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3.6	Nonpriority creditor's name and mailing address Davidoff Hatcher & Citron LLP 605 3rd Avenue New York NY 10158 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Undetermined
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3.7	Nonpriority creditor's name and mailing address Department of Taxation and Finance - New York State Attn: Bankruptcy Section PO Box 5300 Albany NY 12205-0300 Date(s) debt was incurred <u>01/01/2023</u> Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Tax</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$153,887.55
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3.8	Nonpriority creditor's name and mailing address Equiniti Trust Company (American Stock Transfer & Trust Company) 6201 15th Avenue Brooklyn NY 11219 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$7,974.12
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3.9	Nonpriority creditor's name and mailing address Erica Naidrich 25 West 39th Street 6th Floor New York, NY 10018 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Undetermined
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3.10	Nonpriority creditor's name and mailing address Google LLC 1600 Amphitheatre Pkwy Mountain View CA 94043 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$4,950.11
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Debtor	Troika Media Group, Inc.	Case number (if known)	23-11969
Name			

			Amount of claim
3.11	Nonpriority creditor's name and mailing address Internal Revenue Service Department of the Treasury Internal Revenue Service Ogden UT 84201 Date(s) debt was incurred <u>01/01/2017</u> Last 4 digits of account number <u>4560</u>	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Tax</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$9,102.26</div>
3.12	Nonpriority creditor's name and mailing address Internal Revenue Service Department of the Treasury Internal Revenue Service Ogden UT 84201 Date(s) debt was incurred <u>01/01/2022</u> Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Tax</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$15,920.54</div>
3.13	Nonpriority creditor's name and mailing address IT Moving and Storage Solutions 1011 Forrest Rd Brielle NJ 08730 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$450.00</div>
3.14	Nonpriority creditor's name and mailing address King & Spalding LLP P.O. Box 116133 Atlanta GA 30368 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Credit Agreement Fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$900,000.00</div>
3.15	Nonpriority creditor's name and mailing address Kips Bay Attn: Roman Rogol, CFO & Vlad Lipkin 1225 Avenue Ponce de Leon San Juan PR 00907 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Liquidated Damages</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">Undetermined</div>

Debtor	Troika Media Group, Inc.	Case number (if known)	23-11969
	Name		

			Amount of claim
3.16	Nonpriority creditor's name and mailing address KLDDiscovery 9023 Columbine Road Eden Prairie MN 55347 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$12,500.00</div>
3.17	Nonpriority creditor's name and mailing address Kyle Hill C/O The Law Offices Of Jeffrey G. Jacobs Attn: Jeffrey G. Jacobs 15615 Alton Parkway Suite 450 Irvine CA 92618 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$1,894,000.00</div>
3.18	Nonpriority creditor's name and mailing address Lind Global Fund II LP Attn: Danielle Polemeni-Hagarty & Jeff Easton 444 Madison Avenue 41st Floor New York NY 10022 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Liquidated Damages</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">Undetermined</div>
3.19	Nonpriority creditor's name and mailing address Marwen Services LLC Hunkins Waterfront Plaza - Suite 556 Main Street Charlestown Saint Kitts And Nevis KNA West Indies Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; border-bottom: 1px solid black; padding: 2px 0;">\$67,965.12</div>

Debtor	Troika Media Group, Inc.	Case number (if known)	23-11969
	Name		

			Amount of claim
3.20	Nonpriority creditor's name and mailing address Michael Carrano, Thomas Marianacci, Maarten Terry, and Sadiq Toama Attn: Frank A. Oswald C/O Togut, Segal & Segal LLP One Penn Plaza Suite 3335 New York NY 10119	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$4,340,000.00
	Date(s) debt was incurred Last 4 digits of account number	Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.21	Nonpriority creditor's name and mailing address Michael S. Tenore 25 West 39th Street 6th Floor New York, NY 10018	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	Undetermined
	Date(s) debt was incurred Last 4 digits of account number	Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.22	Nonpriority creditor's name and mailing address Mr. Joel Hodgell 25 West 39th Street 6th Floor New York, NY 10018	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	Undetermined
	Date(s) debt was incurred Last 4 digits of account number	Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.23	Nonpriority creditor's name and mailing address Optizmo Technologies LLC 14425 Falcon Head Blvd, Bldg E100 Austin TX 78737	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$3,905.98
	Date(s) debt was incurred Last 4 digits of account number	Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.24	Nonpriority creditor's name and mailing address Oracle NetSuite 2300 Oracle Way Austin TX 78741	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$17,979.20
	Date(s) debt was incurred Last 4 digits of account number	Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	Troika Media Group, Inc.	Case number (if known)	23-11969
	Name		

			Amount of claim
3.25	Nonpriority creditor's name and mailing address Point Seven Labs 208 W 30th Street Ste 1202 New York NY 10001 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; padding-top: 5px;">\$31,075.00</div>
3.26	Nonpriority creditor's name and mailing address Premier Supplies USA, Inc. PO Box 21352 New York NY 10087 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; padding-top: 5px;">\$150.21</div>
3.27	Nonpriority creditor's name and mailing address Robert DePalo 570 Lexington Avenue 22nd Floor New York NY 10022 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; padding-top: 5px;">Undetermined</div>
3.28	Nonpriority creditor's name and mailing address Sadiq Toama 25 West 39th Street 6th Floor New York, NY 10018 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; padding-top: 5px;">Undetermined</div>
3.29	Nonpriority creditor's name and mailing address Thomas Marianacci Attn: Frank A. Oswald C/O Togut, Segal & Segal LLP One Penn Plaza Suite 3335 New York NY 10119 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Litigation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<div style="border-top: 1px solid black; padding-top: 5px;">Undetermined</div>

Debtor	Troika Media Group, Inc.	Case number (if known)	23-11969
Name			
		Amount of claim	
3.30	Nonpriority creditor's name and mailing address Thomson Reuters 3 Times Square New York NY 10036 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,064.27
3.31	Nonpriority creditor's name and mailing address Worldwide Express- NY PO Box 21272 New York NY 10087 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$72.00
3.32	Nonpriority creditor's name and mailing address Xerox Corporation PO Box 7405 Pasadena CA 91109 Date(s) debt was incurred Last 4 digits of account number	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Claim</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$971.63

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

Part 3: **List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2
is the related creditor (if any)
listed ?

Last 4 digits of
account number, if
any

Debtor Troika Media Group, Inc. Case number (if known) 23-11969
Name

Part 4: **Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5a. \$ **Total of claim amounts**
0.00

5b. Total claims from Part 2

5b. + \$ **7,693,054.76**
plus undetermined amounts

5c. Total of Parts 1 and 2

Lines 5a + 5b = 5c.

5c. \$ **7,693,054.76**
plus undetermined amounts

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.

United States Bankruptcy Court for the: Southern District of New York (Manhattan)

Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contacts of leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 **State what the contract or lease is for and the nature of the debtor's interest** Warrant agent agreement

State the term remaining Silent

List the contract number of any government contract

American Stock Transfer & Trust Company, LLC
Po Box 12893
Philadelphia PA 19176-0809

2.2 **State what the contract or lease is for and the nature of the debtor's interest** Letter agreement regarding engagement of Grant Lyon and Eric Glover to serve as Interim CEO and Interim CFO, respectively

State the term remaining Effective until terminated

List the contract number of any government contract

Areté Capital Group LLC
5775 Mountain Ranch Drive
Park City UT 84098

2.3 **State what the contract or lease is for and the nature of the debtor's interest** Letter agreement under which the counterparty agreed to act as sales agent for the debtor in connection with the debtors ATM offering

State the term remaining Effective until terminated

List the contract number of any government contract

B. Riley Securities, Inc.
Scott Ammaturo
1100 Santa Monica Blvd, Suite 800
Los Angeles CA 90025

Debtor **Troika Media Group, Inc.**

Case number (if known) **23-11969**

Name

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.4 **State what the contract or lease is for and the nature of the debtor's interest** Lease Agreement for premises located 1715-19 N. Gower Street, Hollywood, CA 90028

State the term remaining 01/31/2025

List the contract number of any government contract

Colony Bancorp of Malibu
Attn: President Or General Counsel
6161 Santa Monica Blvd, Suite# 200
Hollywood CA 90038

2.5 **State what the contract or lease is for and the nature of the debtor's interest** Letter agreement where counterparty agreed to provide financial advisory services to the debtors

State the term remaining Effective until terminated

List the contract number of any government contract

Jefferies LLC
520 Madison Avenue
New York NY 10022

2.6 **State what the contract or lease is for and the nature of the debtor's interest** Life insurance program for employees

State the term remaining Effective until terminated

List the contract number of any government contract

Massachusetts Mutual Life Insurance Company
1295 State Street
Springfield MA 01111-0001

2.7 **State what the contract or lease is for and the nature of the debtor's interest** Engagement of external auditor for auditing services

State the term remaining Silent

List the contract number of any government contract

RBSM LLP
805 Third Avenue
Suite 1430
New York NY 10022

2.8 **State what the contract or lease is for and the nature of the debtor's interest** Membership Interest Purchase Agreement pursuant to which the debtor's acquired Converge Direct, LLC and its subsidiaries

State the term remaining Indefinite

List the contract number of any government contract

Thomas Marianacci, Maarten Terry, Sadiq Toama and Michael Carrano
(as Converge Sellers)
C/O Togut, Segal & Segal LLP
Attn: Frank A. Oswald
ONE PENN PLAZA
SUITE 3335
New York NY 10119

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.

United States Bankruptcy Court for the: Southern District of New York (Manhattan)

Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 206H

Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name

Mailing Address

Name

Check all schedules that apply:

2.1 CD Acquisition Corp.

25 West 39th Street
6th Floor
New York NY 10018

Blue Torch Finance LLC, as
Agent under Financing
Agreement dated as of March
21, 2022

☒ D _____
☐ E/F _____
☐ G _____

2.2 Converge Direct Interactive, LLC

25 West 39th Street
6th Floor
New York NY 10018

Blue Torch Finance LLC, as
Agent under Financing
Agreement dated as of March
21, 2022

☒ D _____
☐ E/F _____
☐ G _____

2.3 Converge Direct, LLC

25 West 39th Street
6th Floor
New York NY 10018

Blue Torch Finance LLC, as
Agent under Financing
Agreement dated as of March
21, 2022

☒ D _____
☐ E/F _____
☐ G _____

2.4 Lacuna Ventures, LLC

25 West 39th Street
6th Floor
New York NY 10018

Blue Torch Finance LLC, as
Agent under Financing
Agreement dated as of March
21, 2022

☒ D _____
☐ E/F _____
☐ G _____

Debtor Troika Media Group, Inc.			Case number (if known) 23-11969
Name			
2.5	Mission Media USA, Inc.	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.6	MissionCulture LLC	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.7	Troika Design Group, Inc.	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.8	Troika IO, Inc.	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.9	Troika Mission Worldwide, Inc.	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.10	Troika Production Group, LLC	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.11	Troika Services, Inc.	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.12	Troika-Mission Holdings, Inc.	25 West 39th Street 6th Floor New York NY 10018	Blue Torch Finance LLC, as Agent under Financing Agreement dated as of March 21, 2022
			<input checked="" type="checkbox"/> D _____ <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Fill in this information to identify the case:

Debtor name Troika Media Group, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK (MANHATTAN)

Case number (if known) 23-11969

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and Signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 3, 2024

x /s/ G. Grant Lyon

Signature of individual signing on behalf of the debtor

G. Grant Lyon

Printed name

President and Interim Chief Executive Officer

Position or relationship to debtor